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FORM D

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR

UNIFORM LIMITED OFFERING EXEMPTION

OMB APPROVAL
OMB Number: 3235-0076
Expires: Sept. 31,2008
Estimated average burden
hours per response.....16.00

SEC USE ONLY					
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109 UNIFORM LIMITED OFFERING EXEM	PHON
Name of Offering (check if this is an amendment and name has changed, and indicate change.)	
Class B Common Units and Revolving Notes Offering of CHSG Partners, LLC	
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6) Type of Filing: New Filing Amendment	PROCESSED
A. BASIC IDENTIFICATION DATA	SEP 1 2 2008
1. Enter the information requested about the issuer	
Name of Issuer (check if this is an amendment and name has changed, and indicate change.) CHSG Partners, LLC	THOMSON REUTERS
Address of Executive Offices (Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
12359 Wedgwood Dr., Homer Glen, IL 60491	815-482-4354
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone Number (Including Area Code)
Brief Description of Business	
Internet Based Fantasy Sports Games	
business trust limited partnership, to be formed Limited Liab	olease specify): iiity Company mated 08059422
CN for Canada; FN for other foreign jurisdiction)	NIC

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 774(6)

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION -

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.

A. BASIC IDENTIFICATION DATA Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer. Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. General and/or Check Box(es) that Apply: Promoter Managing Partner Full Name (Last name first, if individual) Hartman, John A. Business or Residence Address (Number and Street, City, State, Zip Code) 12359 Wedgwood Dr., Homer Glen, IL 60491 Director Check Box(es) that Apply: Promoter General and/or Managing Partner Full Name (Last name first, if individual) Ryan, Collen M. Business or Residence Address (Number and Street, City, State, Zip Code) 12359 Wedgwood Dr., Homer Glen, IL 60491 Beneficial Owner Executive Officer Director Check Box(es) that Apply: Promoter General and/or Managing Partner Full Name (Last name first, if individual) Scianna, Randall A. Business or Residence Address (Number and Street, City, State, Zip Code) 22605 Granite Dr., Frankfurt IL 22605 Check Box(es) that Apply: ■ Beneficial Owner Executive Officer Director General and/or Promoter Managing Partner Full Name (Last name first, if individual) Crumbliss, Lawrence B. Business or Residence Address (Number and Street, City, State, Zip Code) 4112 Night Owl Court, Chattanooga, TN 37419 Check Box(es) that Apply: ☐ Promoter General and/or Managing Partner Full Name (Last name first, if individual) Gumey, William Clare Business or Residence Address (Number and Street, City, State, Zip Code) 194 Oak Grove Drive, Stonesville, NC 27048 General and/or Check Box(es) that Apply: Promoter Managing Partner Full Name (Last name first, if individual) The InVentures Group, Inc. Business or Residence Address (Number and Street, City, State, Zip Code) 63 Morris Avenue, Buffalo, NY 14214 Check Box(es) that Apply: General and/or Promoter Managing Partner Full Name (Last name first, if individual) Dale Jarrett, Inc. Business or Residence Address (Number and Street, City, State, Zip Code) 1915 Fairgrove Church Road SE, Newton, NC 28658

				В. Ц	VFORMATI	ON ABOU	T OFFERI	NG				
1. Has the	issuer solo	l, or does th									Yes	No E
	Answer also in Appendix, Column 2, if filing under ULOE.								c 100,000.00			
2. What is	s the minim	um investm	ent that w	ill be acce	pted from a	ny individ	ual?		·····		J	
3. Does th	ne offering	permit joint	t ownershi	p of a sing	le unit?						Yes	No K
4. Enter t	he informat	ion request	ed for eacl	h person w	ho has bee	n or will b	e paid or g	given, dire	ctly or ind	irectly, any		
If a per- or state	son to be lists, list the na	ilar remune ted is an ass ame of the b you may s	ociated pe roker or de	rson or age aler. If mo	ent of a brok ore than five	er or deale (5) persor	r registered is to be list	l with the S ed are asso	EC and/or	with a state ons of such		
Full Name (Last name	first, if ind	ividual)									
Business or	Residence	Address (N	lumber and	l Street, Ci	ity, State, Z	ip Code)						
N/A				•		•						
Name of As	sociated B	oker or De	aler				- 	— ···· - ····				
N/A States in W	List Dans	Time J IF-	. Calialea	os Intond	to Colinia l	Durobasa						
		i Listed Ha: s" or check									□ A1	l States
Спеск	An State	oi check	MONTH	Giaics)	***************************************			******	***************************************		```	
AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	ID .
IL	IN	IA	KS	(KY)	LA	ME]	MD	MA	MI	MN	MS	MO PA
MT RI	NE SC	NV SD	NH TN	NJ TX	NM UT	NY VT	NC VA	ND WA	OH WV	OK]	OR WY	PR
[KI]	[30]	رطدا	[114]	LIA.	CAT			<u> </u>	لنبنا	رهبين	رين	ليتمي
Full Name	(Last name	first, if ind	ividual)									
Business o	r Residence	Address (1	Number an	d Street, C	City, State, 2	Zip Code)						
Name of As N/A												
States in W												
(Check	"All State	s" or check	individual	l States)			••••	•••••	••••••		☐ Al	1 States
AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	ĪD
IL	IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
MT	NE (SG)	[NV]	NH	NJ	NM TIT	NY	NC)	ND WA	OH WV	[OK]	OR WY	PA PR
RI	SC	SD	TN)	TX	[UT]	VT]	VA	WA		WI		
Full Name	(Last name	first, if ind	ividuai)									
Business o	r Residence	Address (Number an	d Street, C	City, State,	Zip Code)		,				
Name of A	ssociated B	roker or De	aler	<u> </u>								
States in W	hich Person	Listed Ha	s Solicit e d	or Intend	s to Solicit	Purchasers			 			
(Check "All States" or check individual States)					☐ Al	l States						
AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	ĪĎ
	IN	ĪĀ	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
MT	NE	NV	NH	NJ	NM	NY	NC	ND	OH	OK	OR	PA
R	[SC]	SD	ITN	ſΤΧΊ	UT	[VT]	[VA]	WA	[WV]	WI	[WY]	PR

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1.	sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.	A	Amount Aiready
	Type of Security	Aggregate Offering Price	Sold
	Debt	s	S
	Equity	S	\$
	Common Preferred		
	Convertible Securities (including warrants)	S	\$
	Partnership Interests	S	\$
	Other (Specify Revolving Note with Profits-Only Equity Interest	2,750,000.00	\$ 2,750,000.00
	Total	s_2,750,000.00	§ 2,750,000.00
	Answer also in Appendix, Column 3, if filing under ULOE.		
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."	Number Investors	Aggregate Dollar Amount of Purchases
	Accredited Investors	2	s 2,750,000.00
	Non-accredited Investors		s
	Total (for filings under Rule 504 only)		\$
	Answer also in Appendix, Column 4, if filing under ULOE.		~
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.		
		Type of	Dollar Amount
	Type of Offering	Security	Sold
	Rule 505		\$
	Regulation A		\$
	Rule 504		\$
	Total		\$ 0.00
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees		\$
	Printing and Engraving Costs		\$
	Legal Fees		\$
	Accounting Fees		s
	Engineering Fees		s
	Sales Commissions (specify finders' fees separately)		\$
	Other Expenses (identify)	-	\$
	m		c 0.00

	b. Enter the difference between the aggregate offering and total expenses furnished in response to Part C — Qu proceeds to the issuer."	estion 4.a. This difference is the "adjusted gross		\$
5.	Indicate below the amount of the adjusted gross proceed each of the purposes shown. If the amount for any purposes the box to the left of the estimate. The total of the proceeds to the issuer set forth in response to Part C	urpose is not known, furnish an estimate and e payments listed must equal the adjusted gross		
			Payments to Officers, Directors, & Affiliates	Payments to Others
	Salaries and fees		s	□ \$
	Purchase of real estate			
	Purchase, rental or leasing and installation of machin	nery		
	Construction or leasing of plant buildings and facilit			
	Acquisition of other businesses (including the value offering that may be used in exchange for the assets issuer pursuant to a merger)	or securities of another		s
	Repayment of indebtedness		□ \$	
	Working capital		\$_2,750,000.0	\$
	Other (specify):		\$	\$
			s	s
	Column Totals		\$_2,750,000.0	⁰ □\$ <u>0.00</u>
	Total Payments Listed (column totals added)		☐ \$ <u>2</u> ,	750,000.00
Γ		D. FEDERAL SIGNATURE		
sig	e issuer has duly caused this notice to be signed by the un nature constitutes an undertaking by the issuer to furnis information furnished by the issuer to any non-accred	sh to the U.S. Securities and Exchange Commi	ssion, upon writte	le 505, the followin n request of its staf
Īss	uer (Print or Type)	ignature)	Date	
	HSG Partners, LLC	1 havant	<u> Aug 28</u>	_, 2008
Na	me of Signer (Print or Type)	ine of Signer (Print or Type)		
Jol	nn A. Hartman	Manager		

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

- ATTENTION -

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

		E. STATE SIGNATURE		
1.	Is any party described in 17 CFR 230.262 pre provisions of such rule?	esently subject to any of the disqualification	Yes	No X
	See .	Appendix, Column 5, for state response.		
2.	The undersigned issuer hereby undertakes to fi D (17 CFR 239.500) at such times as required	urnish to any state administrator of any state in which this notice is d by state law.	s filed a no	tice on Form
3.	The undersigned issuer hereby undertakes to issuer to offerees.	furnish to the state administrators, upon written request, inform	nation furn	ished by the
4.	The undersigned issuer represents that the iss limited Offering Exemption (ULOE) of the sta of this exemption has the burden of establish	nuer is familiar with the conditions that must be satisfied to be eate in which this notice is filed and understands that the issuer cling that these conditions have been satisfied.	entitled to aiming the	the Uniform e availability
	ner has read this notification and knows the conte thorized person.	nts to be true and has duly caused this notice to be signed on its be	half by the	undersigned
Issuer (Print or Type)	Signature Date 20		
CHSG	Partners, LLC	The Chart hyper 28	, 2008	3
Name (Print or Type)	Title (Print or Type)		
John A	. Hartman	Manager		

Instruction.

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX 2 3 4 1 Disqualification under State ULOE Type of security Intend to sell and aggregate (if yes, attach to non-accredited offering price Type of investor and explanation of offered in state amount purchased in State waiver granted) investors in State (Part C-Item 2) (Part E-Item 1) (Part B-Item 1) (Part C-Item 1) Number of Number of Non-Accredited Accredited No Investors Yes State Yes No Investors **Amount** Amount AL× ΑK X \mathbf{AZ} X AR × CA X CO × CTX x DE DC X X FL × GA Н X ID × Π × INX ΙA KS KY X LA X ME X MD × X MA MI MN X MS

3 4 2 I Disqualification under State ULOE Type of security (if yes, attach and aggregate Intend to sell Type of investor and explanation of to non-accredited offering price waiver granted) amount purchased in State investors in State offered in state (Part C-Item 2) (Part E-Item 1) (Part B-Item 1) (Part C-Item 1) Number of Number of Accredited Non-Accredited Investors Amount Investors Amount Yes No Yes No State МО X MT × NE X NV X NH × NJ X NM X × NY **LLC Interests** 2 \$2,750,000. NC × X ND X × OH OK × OR PA X x RI SC× SD × TN X TXX UT X VT × VA X WA × wv X $\mathbf{W}\mathbf{I}$ ×

APPENDIX

APPENDIX									
1		2	3	4			5 Disqualification		
	to non-a	I to sell ccredited s in State -Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)			(if yes explan waiver	ate ULOE , attach ation of granted) -Item 1)	
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
WY		×							
PR		×							

A. BASIC IDENTIFICATION DATA (Continuation)

Check Box(es) that Apply:	
☐ Promotor ☐ Beneficial Owner ☒ Executive Officer ☐ Director	General and/or Managing Partner
Full Name (Last Name, First, if individual)	
Spears, Kacey N.	
Business or Residence Address (Number and Street, City, State, Zip Code	e)
c/o Dale Jarrett, Inc., 1915 Fairgrove Church Road SE, Newton, NC 286	558
Check Box(es) that Apply:	
Promotor Beneficial Owner Executive Officer Director	General and/or Managing Partner
Full Name (Last Name, First, if individual)	
Jarrett, Ned	
Business or Residence Address (Number and Street, City, State, Zip Code	e)
1915 Fairgrove Church Road SE, Newton, NC 28658	
Check Box(es) that Apply:	
Promotor Beneficial Owner Executive Officer Director	General and/or Managing Partner
Full Name (Last Name, First, if individual)	
CFP Investments #3, LLC	
Business or Residence Address (Number and Street, City, State, Zip Code	e)
201 Government Avenue, SW, Suite 208, Hickory, North Carolina 286	02

A. BASIC IDENTIFICATION DATA (Continuation)

Check Box(es) that Apply:	
Promotor Beneficial Owner Executive Officer Director	☐ General and/or Managing Partner
Full Name (Last Name, First, if individual)	
Brown, Lee	
Business or Residence Address (Number and Street, City, State, Zip Code	e)
133 2 nd St. N.E., Suite 207, Hickory, NC 28601	
Check Box(es) that Apply:	
☐ Promotor ☐ Beneficial Owner ☐ Executive Officer ☐ Director	General and/or Managing Partner
Full Name (Last Name, First, if individual)	
Townsend, Keith	
Business or Residence Address (Number and Street, City, State, Zip Code	e)
133 2 nd St. N.E., Suite 207, Hickory, NC 28601	
Check Box(es) that Apply:	
☐ Promotor ☑ Beneficial Owner ☐ Executive Officer ☐ Director	General and/or Managing Partner
Full Name (Last Name, First, if individual)	
PTF Holdings, LLC	
Business or Residence Address (Number and Street, City, State, Zip Code	e)
133 2 nd St. N.E., Suite 207, Hickory, NC 28601	

END